

# Exhibit 17

1 SHIRLI F. WEISS, Bar No. 79225  
shirli.weiss@dlapiper.com  
2 DAVID A. PRIEBE, Bar No. 148679  
david.priebe@dlapiper.com  
3 JEFFREY B. COOPERSMITH  
(Admitted *pro hac vice*)  
4 jeff.coopersmith@dlapiper.com  
DLA PIPER US LLP  
5 400 Capitol Mall, Suite 2400  
Sacramento, CA 95814-4428  
6 Tel: 916.930.3200  
Fax: 916.930.3201  
7

8 Attorneys for Defendant  
Kenneth L. Schroeder

9  
10 UNITED STATES DISTRICT COURT  
11 NORTHERN DISTRICT OF CALIFORNIA  
12 SAN JOSE DIVISION

13 SECURITIES AND EXCHANGE  
COMMISSION,

14 Plaintiff,

15 v.

16 KENNETH L. SCHROEDER,

17 Defendant.  
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Case No. C-07-3798-JW

**NOTICE OF SUBPOENA FOR RECORDS  
TO KLA-TENCOR CORPORATION**

1 **TO ALL PARTIES AND TO THEIR ATTORNEY OF RECORD:**

2 PLEASE TAKE NOTICE that pursuant to Rule 45 of the Federal Rules of Civil  
3 Procedure, Defendant Kenneth L. Schroeder ("Defendant"), by his attorneys, demands that  
4 deponent respond to the requests for production of documents and things identified in Attachment  
5 A to the attached subpoena by producing the requested documents on or before Tuesday,  
6 November 8, 2007, at 9:00 a.m. at the offices of DLA Piper US LLP, located at 153 Townsend  
7 Street, Suite 800, San Francisco, California 94107-1957; Telephone: (415) 836-2500.  
8

9 Dated: October 19, 2007

DLA PIPER US LLP

10 By 

11 SHIRLI F. WEISS  
12 DAVID A. PRIEBE  
13 JEFFREY B. COOPERSMITH  
14 Attorneys for Defendant  
15 Kenneth L. Schroeder

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DLA PIPER US LLP  
SEATTLE

AO88 (Rev. 12/06) Subpoena in a Civil Case

**Issued by the**  
**UNITED STATES DISTRICT COURT**  
 NORTHERN DISTRICT OF CALIFORNIA

SECURITIES AND EXCHANGE COMMISSION

SUBPOENA IN A CIVIL CASE

V.

KENNETH L. SCHROEDER

Case Number:<sup>1</sup> C-07-3798-JW

TO: CUSTODIAN OF RECORDS FOR KLA-TENCOR CORPORATION c/o Morgan Lewis & Bockius, LLP,  
 Attention: John Hemann, One Market, Spear Street Tower, San Francisco, CA 94105;  
 (415) 442-1355

☐ YOU ARE COMMANDED to appear in the United States District court at the place, date, and time specified below to testify in the above case.

PLACE OF TESTIMONY	COURTROOM
	DATE AND TIME

☐ YOU ARE COMMANDED to appear at the place, date, and time specified below to testify at the taking of a deposition in the above case.

PLACE OF DEPOSITION	DATE AND TIME
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☒ YOU ARE COMMANDED to produce and permit inspection and copying of the following documents or objects at the place, date, and time specified below (list documents or objects):  
 SEE ATTACHMENT A

PLACE DLA Piper US LLP, 153 Townsend Street, Suite 800, San Francisco, CA 94107-1957	DATE AND TIME November 8, 2007; 9:00 a.m.
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☐ YOU ARE COMMANDED to permit inspection of the following premises at the date and time specified below.

PREMISES	DATE AND TIME
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Any organization not a party to this suit that is subpoenaed for the taking of a deposition shall designate one or more officers, directors, or managing agents, or other persons who consent to testify on its behalf, and may set forth, for each person designated, the matters on which the person will testify. Federal Rules of Civil Procedure, 30(b)(6).

ISSUING OFFICER'S SIGNATURE AND TITLE (INDICATE IF ATTORNEY FOR PLAINTIFF OR DEFENDANT) <i>Shirli F. Weiss, attorney for Kenneth Schroeder</i>	DATE 10/19/07
ISSUING OFFICER'S NAME, ADDRESS AND PHONE NUMBER Shirli F. Weiss, DLA Piper US LLP, 2000 University Avenue, East Palo, CA 94303-2214; (650) 833-2000	

(See Rule 43, Federal Rules of Civil Procedure, Subpoenas (c), (d), and (e), on next page)

<sup>1</sup> If action is pending in district other than district of issuance, state district under case number.

**ATTACHMENT A TO SUBPOENA TO KLA-TENCOR CORPORATION**

**SEC v. Schroeder**

**DEFINITIONS**

1. "YOU" or "YOUR" or "THE COMPANY" shall mean and refer to KLA-Tencor Corporation and its predecessor corporations (including KLA Instruments and Tencor Instruments), all committees of its Board of Directors including its SPECIAL COMMITTEE (defined below) and its SPECIAL LITIGATION COMMITTEE (defined below), their agents, trustees, custodians, affiliates, law firms, accountants, representatives, consultants, or other persons acting under its direction or control.

2. "SCHROEDER" shall mean and refer to Defendant Kenneth L. Schroeder.

3. "COMMUNICATION(S)" shall mean the exchange of information by any means, including without limitation telephone, telecopy, facsimile, electronic mail, text message, or other electronic medium, letter, memorandum, notes or other writing method, meeting, discussion, conversation or other form of verbal expression.

4. "CONCERN" or "CONCERNING" shall mean relating to, referring to, describing, discussing, memorializing, reflecting, containing, evidencing or constituting.

5. "DOCUMENT(S)" shall mean and include all "writings" as "writings" is defined in the Federal Rules of Evidence, Rule 1001(1), as well as all writings of any nature whatsoever within YOUR possession, custody or control, including but not limited to, contracts, agreements, COMMUNICATIONS, correspondence, telegrams, electronic mail, memoranda, records, power point presentations, reports, books, summaries, records of telephone conversations, summaries or records of personal conversations or interviews, diaries, calendars, forecasts, statistical statements, billing records, work papers, drafts, copies, graphs, accounts, analytical records, minutes and other records of meetings, conferences, consultant reports, appraisals, reports or summaries of negotiations, brochures, pamphlets, circulars, trade letters, press releases, notes, personal notes, handwritten notes, marginal notations, bills, invoices, checks, photographs, brochures, lists, journals, advertising, computer tapes, disks, or other computer storage media,

1  
ATTACHMENT A TO SUBPOENA TO KLA-TENCOR CORPORATION CASE NO. C-07-3798-JW

1 electronic or magnetic storage media, and all other matter, printed, recorded or photographic  
2 matter or sound reproductions, including video and audio tapes, however produced or reproduced.

3 6. "DOJ" shall mean and refer to the United States Department of Justice, including  
4 its agents, custodians, attorneys, expert consultants, paralegals, representatives, or other persons  
5 acting under the United States Department of Justice's direction or control.

6 7. "LECG" shall mean and refer to LECG, LLC, including its agents, custodians,  
7 expert consultants, representatives, or other persons acting under LECG's direction or control.

8 8. "NASDAQ" shall mean and refer to the NASDAQ stock exchange and NASD,  
9 Inc., including their predecessor entities, successor entities (including the Financial Industry  
10 Regulatory Authority (FINRA)), agents, custodians, attorneys, expert consultants, representatives,  
11 or other persons acting under the NASDAQ's direction or control.

12 9. "PWC" shall mean and refer to PricewaterhouseCoopers International Limited,  
13 including its member firms, predecessor firms, and their agents, custodians, attorneys, expert  
14 consultants, representatives, or other persons acting under their direction or control.

15 10. "RESTATEMENT" shall mean and refer to the Restatement announced in THE  
16 COMPANY's Form 10-K filed with the Securities & Exchange Commission on January 29,  
17 2007.

18 11. "SEC" shall mean and refer to the United States Securities and Exchange  
19 Commission, including its agents, custodians, attorneys, paralegals, expert consultants,  
20 representatives, or other persons acting under the United States Securities and Exchange  
21 Commission's direction or control.

22 12. "SLC INVESTIGATION" shall mean and refer to the investigation conducted by  
23 the SPECIAL LITIGATION COMMITTEE, its legal counsel and other advisors concerning  
24 possible claims relating to KLA-TENCOR's historical stock option practices.

25 13. "SPECIAL COMMITTEE" shall mean and refer to the Special Committee of  
26 KLA-TENCOR's Board of Directors appointed on or about May 23, 2006 to investigate THE  
27 COMPANY's historical stock option granting practices.

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15. "SPECIAL COMMITTEE INVESTIGATION" shall mean and refer to the internal investigation (including any follow-up activities) conducted by the SPECIAL COMMITTEE and its legal counsel, accounting experts, consultants, and other advisors, which investigation was initiated by KLA-TENCOR's Board of Directors on or about May 23, 2006 to examine the historical stock option practices of THE COMPANY.

## INSTRUCTIONS

1. If any DOCUMENTS described in these Demands are not produced as demanded, then with respect to each such DOCUMENT please state:

(a) The name, present or last known address, telephone number, present or last known business affiliation and location, job title and job responsibilities of the DOCUMENT's author, drafter or originator, each PERSON who edited, corrected, revised, amended or reviewed the DOCUMENT, each PERSON who entered any initials, comments or notations into the DOCUMENT, and each recipient of the DOCUMENT or a copy thereof;

(b) The DOCUMENT date:

(c) A description of the DOCUMENT's subject matter or general nature (i.e., opinion of counsel, report, letter);

(d) The basis for not producing the DOCUMENT or a copy thereof; and

(e) The present location of the DOCUMENT and every copy thereof, and the name of the PERSON in each location having custody or control of the DOCUMENT or a copy.

2. This Demand for production requires that the DOCUMENTS be produced in the same form and in the same order in which they existed prior to production.

3. This Demand for production is a continuing demand for all DOCUMENTS which are described herein which may hereafter come into YOUR possession, custody, or control.

1           4. In the event that any DOCUMENTS referred to in YOUR response are not in  
2 YOUR possession, custody, or control, please specify what disposition was made of them and by  
3 whom the DOCUMENTS are now possessed, held in custody, or controlled.

4           5. Wherever it is necessary to bring within the scope of these Demands  
5 DOCUMENTS that might otherwise be construed to be outside its scope:

6           (a) The words "and" and "or" shall be construed both disjunctively and  
7 conjunctively;

8           (b) The words "any" and "all" shall be construed to mean "any and all;"

9           (c) The singular shall include the plural, and vice versa; and

10           (d) The words "include(s)" and "including" shall be construed to mean  
11 "including without limitation."

12           6. These Demands require that YOU make available for inspection and copying each  
13 responsive DOCUMENT or tangible thing that is within YOUR actual or constructive possession,  
14 custody, care or control, including DOCUMENTS that YOU have a right to secure from any  
15 other source. These sources include, but are not limited to, YOUR agents, attorneys, accountants,  
16 consultants, advisors or other PERSONS acting or purporting to act on YOUR behalf.

17           7. Each category of DOCUMENTS in these Demands seeks production of each  
18 responsive DOCUMENT in its entirety, without abbreviation or expurgation, including all  
19 attachments or other matters affixed thereto.

20           8. If a portion of an otherwise responsive DOCUMENT contains information subject  
21 to a claim of privilege, only those portions of the DOCUMENT subject to the claim of privilege  
22 shall be deleted or redacted from the DOCUMENT, and the rest of the DOCUMENT shall be  
23 produced.

24           9. Any DOCUMENT responsive to any category of these Demands that was, but no  
25 longer is, in YOUR possession, custody or control, whether actual or constructive, shall be  
26 described as completely as possible, and the following information shall be provided:

27           (a) The manner of disposal, including destruction, loss, discarding, or any  
28 other means of disposal;



- 1 (b) The date of disposal;
- 2 (c) The reason for disposal;
- 3 (d) The PERSON authorizing disposal;
- 4 (e) The PERSON disposing of the DOCUMENT; and
- 5 (f) The name and address of the most recent custodian of the DOCUMENT.

6 10. TIME PERIOD OF DEMANDS: Unless otherwise specified, the time period  
7 covered by these Demands is January 1, 1991 through the present.

8 **DEMAND FOR PRODUCTION OF DOCUMENTS AND THINGS**

9 **PRODUCTION DEMAND NO. 1**

10 All DOCUMENTS CONCERNING the SPECIAL COMMITTEE INVESTIGATION or  
11 the RESTATEMENT which YOU transmitted to, read to (in whole or in part), summarized to,  
12 presented to or received from, the SEC.

13 **PRODUCTION DEMAND NO. 2**

14 All DOCUMENTS CONCERNING the SPECIAL COMMITTEE INVESTIGATION or  
15 the RESTATEMENT which YOU transmitted to, read to (in whole or in part), summarized to,  
16 presented to or received from, the DOJ.

17 **PRODUCTION DEMAND NO. 3**

18 All DOCUMENTS CONCERNING the SPECIAL COMMITTEE INVESTIGATION or  
19 the RESTATEMENT which YOU transmitted to, read to (in whole or in part), summarized to,  
20 presented to or received from, the NASDAQ.

21 **PRODUCTION DEMAND NO. 4**

22 All DOCUMENTS CONCERNING the SPECIAL COMMITTEE INVESTIGATION  
23 and/or RESTATEMENT which YOU transmitted to, read to (in whole or in part), summarized to,  
24 presented to or received from, PWC.

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1 **PRODUCTION DEMAND NO. 5**

2 All DOCUMENTS CONCERNING the SPECIAL COMMITTEE INVESTIGATION  
3 and/or RESTATEMENT which YOU transmitted to, read to (in whole or in part), summarized to,  
4 presented to or received from LECG.

5 **PRODUCTION DEMAND NO. 6**

6 All DOCUMENTS which you reviewed as part of the SPECIAL COMMITTEE  
7 INVESTIGATION and/or RESTATEMENT.

8 **PRODUCTION DEMAND NO. 7**

9 All DOCUMENTS which YOU created or prepared in connection with SPECIAL  
10 COMMITTEE INVESTIGATION, including all DOCUMENTS concerning interviews of  
11 witnesses, and summaries of option grants, including all drafts.

12 **PRODUCTION DEMAND NO. 8**

13 All DOCUMENTS which YOU created or prepared in connection with SLC  
14 INVESTIGATION, including all DOCUMENTS concerning interviews of witnesses, including  
15 all drafts.

16 **PRODUCTION DEMAND NO. 9**

17 All DOCUMENTS memorializing any interactions which you attended with  
18 representatives of the SEC, DOJ and/or NASDAQ CONCERNING the SPECIAL COMMITTEE  
19 INVESTIGATION and/or RESTATEMENT.

20 **PRODUCTION DEMAND NO. 10**

21 All DOCUMENTS CONCERNING the SPECIAL COMMITTEE INVESTIGATION  
22 and/or RESTATEMENT which YOU transmitted to, read to (in whole or in part), summarized to,  
23 presented to or received from, members of the press or other news media.

24 **PRODUCTION DEMAND NO. 11**

25 All DOCUMENTS CONCERNING the COMPANY'S SEC filings that refer to or discuss  
26 the SPECIAL COMMITTEE INVESTIGATION and/or RESTATEMENT, including drafts  
27 which YOU prepared or edited.  
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**1 PRODUCTION DEMAND NO. 12**

2 All DOCUMENTS CONCERNING the SLC INVESTIGATION which YOU transmitted  
3 to, read to (in whole or in part), summarized to, presented to or received from, the SEC.

**4 PRODUCTION DEMAND NO. 13**

5 All DOCUMENTS CONCERNING the SLC INVESTIGATION which YOU transmitted  
6 to, read to (in whole or in part), summarized to, presented to or received from, the DOJ.

**7 PRODUCTION DEMAND NO. 14**

8 All DOCUMENTS CONCERNING the SLC INVESTIGATION which YOU transmitted  
9 to, read to (in whole or in part), summarized to, presented to or received from, the NASDAQ, in  
10 any interaction with it in YOUR capacity as counsel for KLA-TENCOR or as counsel for any  
11 individual director or employee of KLA-TENCOR.

**12 PRODUCTION DEMAND NO. 15**

13 All DOCUMENTS CONCERNING the SLC INVESTIGATION which YOU transmitted  
14 to, read to (in whole or in part), summarized to, presented to or received from, PWC.

**15 PRODUCTION DEMAND NO. 16**

16 All calendars, notebooks or diaries memorializing dates for telephone calls and/or  
17 meetings of Kenneth Levy, Jon Tompkins, Gary Dickerson, Joy Nyberg, Lisa Berry, Stuart  
18 Nichols, John Kispert, Maureen Lamb, Barbara Stebbins and Mark Nordstrom CONCERNING  
19 compensation of employees, accounting for employee compensation, stock option grants and/or  
20 corporate governance issues.

**21 PRODUCTION DEMAND NO. 17**

22 All DOCUMENTS CONCERNING the dates, times, participants and length of meetings  
23 and/or telephone calls which YOU had with the SEC, DOJ and/or NASDAQ CONCERNING the  
24 SPECIAL COMMITTEE INVESTIGATION and/or SLC INVESTIGATION, including attorney  
25 billing records and calendar entries.

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1 **PRODUCTION DEMAND NO. 18**

2 All DOCUMENTS CONCERNING meetings and/or telephone calls which YOU had with  
3 representatives of the press or other news media CONCERNING SCHROEDER, LEVY, the  
4 SPECIAL COMMITTEE INVESTIGATION and/or the SLC INVESTIGATION, including  
5 attorney billing records and calendar entries.

6 **PRODUCTION DEMAND NO. 19**

7 All DOCUMENTS CONCERNING the SLC INVESTIGATION which YOU transmitted  
8 to, read to (in whole or in part), summarized to, presented to or received from the press.

9 **PRODUCTION DEMAND NO. 20**

10 All lists of search words, terms, or phrases that you used to search through DOCUMENTS  
11 in connection with the SPECIAL COMMITTEE INVESTIGATION OR SPECIAL  
12 LITIGATION COMMITTEE INVESTIGATION.

13 **PRODUCTION DEMAND NO. 21**

14 All DOCUMENTS CONCERNING the RESTATEMENT.

15 **PRODUCTION DEMAND NO. 22**

16 All DOCUMENTS CONCERNING KLA-TENCOR's SPECIAL COMMITTEE  
17 INVESTIGATION which the law firms of Skadden Arps Slate Meagher & Flom LLP on behalf  
18 of the SPECIAL COMMITTEE or Morgan Lewis, on behalf of the COMPANY transmitted to,  
19 read to (in whole or in part), summarized to, presented to or received from any government  
20 agency or the NASDAQ.

21 **PRODUCTION DEMAND NO. 23**

22 All DOCUMENTS CONCERNING KLA-TENCOR's stock option grants to directors and  
23 any other non-employee of the COMPANY.

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**PRODUCTION DEMAND NO. 24**

All DOCUMENTS CONCERNING KLA-TENCOR's accounting for stock option grants, both before and after the SPECIAL COMMITTEE INVESTIGATION, including all DOCUMENTS transmitted to and received from PWC or LECG in connection with the RESTATEMENT.

**PRODUCTION DEMAND NO. 25**

All DOCUMENTS CONCERNING action or remedial measures that YOU took as a result of the SPECIAL COMMITTEE INVESTIGATION, including documents CONCERNING resignations of directors from YOUR board of directors, terminations of officers and/or employees, cancellations of options, re-pricing of options and payment of bonuses on account of re-priced options.

**PRODUCTION DEMAND NO. 26**

All DOCUMENTS CONCERNING interviews of KLA-TENCOR current and former directors, officers, attorneys, employees, auditors, and consultants in whatever form (including memoranda, reports, handwritten notes, e-mails, dictation and summaries) that were conducted as part of the SPECIAL LITIGATION COMMITTEE INVESTIGATION.

**PRODUCTION DEMAND NO. 27**

All DOCUMENTS evidencing the Board and/or the Compensation Committee's intention that officer grants be dated the same day as employee grants.

**PRODUCTION DEMAND NO. 28**

All DOCUMENTS concerning the Board of Directors' granting of options to Section 16b officers including all DOCUMENTS evidencing any follow-up to assure that the Secretary, General Counsel or Human Resources had properly documented its grants.

**PRODUCTION DEMAND NO. 29**

All DOCUMENTS CONCERNING the number and dates of options granted by the Company to each of its directors and officers.

1 **PRODUCTION DEMAND NO. 30**

2 All DOCUMENTS concerning the Compensation Committee's granting of options to  
3 Section 16b officers including all DOCUMENTS evidencing any follow-up to assure that the  
4 Secretary, General Counsel or Human Resources had properly documented its grants.

5 **PRODUCTION DEMAND NO. 31**

6 All DOCUMENTS CONCERNING Part I, Item 3 (Legal Proceedings) and Part II, Item 7  
7 (Management Discussion & Analysis) of THE COMPANY's Form 10-K filed on January 29,  
8 2007, including all drafts of these items.

9 **PRODUCTION DEMAND NO. 32**

10 All DOCUMENTS CONCERNING the conclusions of the SPECIAL COMMITTEE set  
11 forth on pages 24 and 34 of THE COMPANY's Form 10-K filed January 29, 2007, including all  
12 drafts these items.

13 **PRODUCTION DEMAND NO. 33**

14 All DOCUMENTS CONCERNING measurement dates for option grants applied before  
15 and as a result of the RESTATEMENT.

16 **PRODUCTION DEMAND NO. 34**

17 All DOCUMENTS CONCERNING interviews of KLA-TENCOR current and former  
18 directors, officers, employees, auditors, and consultants in whatever form (including memoranda,  
19 typed reports, handwritten notes, and summaries) that were conducted in connection with the SLC  
20 INVESTIGATION.

21 **PRODUCTION DEMAND NO. 35**

22 All DOCUMENTS transmitted to or received from PWC CONCERNING the SLC  
23 INVESTIGATION, including all COMMUNICATIONS, binders and document compilations.

24 **PRODUCTION DEMAND NO. 36**

25 All DOCUMENTS provided to or received from LECG CONCERNING the SLC  
26 INVESTIGATION, including all COMMUNICATIONS, binders and document compilations.  
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1 **PRODUCTION DEMAND NO. 37**

2 All DOCUMENTS provided to or received from Skadden Arps Slate Meagher & Flom  
3 LLP CONCERNING the SPECIAL INVESTIGATION.

4 **PRODUCTION DEMAND NO. 38**

5 All DOCUMENTS provided to or received from Morgan, Lewis & Bockius LLP  
6 CONCERNING the SPECIAL INVESTIGATION.

7 **PRODUCTION DEMAND NO. 39**

8 All minutes of the meetings of THE COMPANY's Board of Directors.

9 **PRODUCTION DEMAND NO. 40**

10 All minutes of the meetings of THE COMPANY's Audit Committee.

11 **PRODUCTION DEMAND NO. 41**

12 All minutes of the meetings of THE COMPANY's Compensation Committee.

13 **PRODUCTION DEMAND NO. 42**

14 All DOCUMENTS CONCERNING KLA-TENCOR's unanimous written consents  
15 granting stock options.

16 **PRODUCTION DEMAND NO. 43**

17 All DOCUMENTS CONCERNING THE COMPANY'S decision to pay its CEO,  
18 Wallace, and any other officers or employees, a bonus to make up for re-pricing any of their mis-  
19 dated options.

20 **PRODUCTION DEMAND NO. 44**

21 All DOCUMENTS CONCERNING COMMUNICATIONS between Lisa Berry and  
22 anyone CONCERNING stock options, accounting for stock options, stock option procedures,  
23 selection of stock option grant dates and all DOCUMENTS found on her computer relating to the  
24 same subjects.

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**PRODUCTION DEMAND NO. 45**

ALL DOCUMENTS CONCERNING the SLC INVESTIGATION that were shared, in whole or in part, by oral reference or otherwise with any government agency or stock exchange, including the SEC, the DOJ, or NASDAQ.

**PRODUCTION DEMAND NO. 46**

ALL DOCUMENTS CONCERNING any KLA-TENCOR stock option committee.

**PRODUCTION DEMAND NO. 47**

ALL DOCUMENTS created by, sent by or to, or received by or from any current or former employee of THE COMPANY's Human Resources Department, Finance Department, Legal Department, or stock option committee CONCERNING THE COMPANY's stock option grants, which grants were dated on or as of the following dates:

1. November 14, 1991
2. September 14, 1992
3. July 26, 1994
4. April 18, 1995
5. January 15, 1996
6. September 17, 1996
7. October 8, 1996
8. April 30, 1997
9. July 21, 1997
10. July 31, 1997
11. October 30, 1997
12. November 24, 1997
13. January 20, 1998
14. March 18, 1998
15. April 27, 1998
16. June 3, 1998
17. June 22, 1998
18. August 5, 1998
19. August 31, 1998
20. September 10, 1997
21. October 19, 1998



- 1 22. October 23, 1998
- 2 23. November 3, 1998
- 3 24. November 30, 1998
- 4 25. December 16, 1998
- 5 26. January 22, 1999
- 6 27. February 26, 1999
- 7 28. March 24, 1999
- 8 29. April 19, 1999
- 9 30. May 26, 1999
- 10 31. June 15, 1999
- 11 32. July 26, 1999
- 12 33. August 20, 1999
- 13 34. November 30, 1999
- 14 35. December 16, 1999
- 15 36. January 28, 2000
- 16 37. February 18, 2000
- 17 38. April 14, 2000
- 18 39. May 25, 2000
- 19 40. July 5, 2000
- 20 41. August 13, 2000
- 21 42. October 17, 2000
- 22 43. November 10, 2000
- 23 44. December 22, 2000
- 24 45. February 9, 2001
- 25 46. April 4, 2001
- 26 47. May 30, 2001
- 27 48. July 10, 2001
- 28 49. October 2, 2001
50. November 20, 2001
51. January 18, 2002
52. February 28, 2002
53. January 24, 2005

**PRODUCTION DEMAND NO. 48**

All DOCUMENTS CONCERNING COMMUNICATIONS sent by or received by Stuart J. Nichols CONCERNING stock options, the authority to grant or price stock options, Board

1 ratification of stock option grants, including but not limited to, all drafts of the memorandum sent  
 2 by Nichols dated March 19, 2001, and all COMMUNICATIONS with Wilson Sonsini Goodrich  
 3 & Rosati CONCERNING stock options.

4 **PRODUCTION DEMAND NO. 49**

5 All DOCUMENTS CONCERNING COMMUNICATIONS sent by or received by John  
 6 Kispert or Mark Nordstrom CONCERNING stock options, accounting for stock options, other  
 7 employee compensation, the making of forgivable loans to officers or employees, SCHROEDER,  
 8 Kenneth Levy, Jon Tompkins, Rick Wallace, Gary Dickerson, Lisa Berry, Stuart Nichols, the  
 9 Compensation Committee or the Audit Committee.

10 **PRODUCTION DEMAND NO. 50**

11 All DOCUMENTS CONCERNING internal controls existing prior to the SPECIAL  
 12 COMMITTEE INVESTIGATION to assure that the granting of stock options were properly  
 13 accounted for, and all DOCUMENTS relating to the training of Human Resource, stock  
 14 administration departments and members of the stock option committee were trained in proper  
 15 procedures for granting and accounting for option grants.

16 **PRODUCTION DEMAND NO. 51**

17 Any and all stock charts or graphs reflecting historical prices of THE COMPANY's stock  
 18 prepared for or by, sent to or by, or received by or from any employee or officer of THE  
 19 COMPANY's Human Resources Department or any member of any of THE COMPANY's stock  
 20 option committees.

21 **PRODUCTION DEMAND NO. 52**

22 All documents CONCERNING the November 14, 1998 COMMUNICATION from Lisa  
 23 Berry to Larry Sonsini of Wilson Sonsini Goodrich & Rosati.

24 **PRODUCTION DEMAND NO. 53**

25 All documents CONCERNING any meeting held on April 4, 2001 at THE COMPANY,  
 26 including the "Stock Option Pricing" meeting scheduled by the assistant for Maureen Lamb.  
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**PRODUCTION DEMAND NO. 54**

All calendars, diaries, or notes CONCERNING any witness or potential witness contacted during the SPECIAL COMMITTEE INVESTIGATION, including DOCUMENTS CONCERNING Kenneth Levy, Gary Dickerson, Jon Tompkins, John Kispert, Lisa Berry, Stuart Nichols, Maureen Lamb, Joy Nyberg and Mark Nordstrom and all of the COMPANY's vice presidents of Human Resources .

**PRODUCTION DEMAND NO. 55**

All DOCUMENTS CONCERNING stock options discussed and/or granted or issued by THE COMPANY to prepare for a potential change-in-control of THE COMPANY.

**PRODUCTION DEMAND NO. 56**

All DOCUMENTS CONCERNING any request by counsel for Gregory Reyes in *United States v. Reyes*, Case No. CR 06-4435 CRB (Northern District of California), to YOU for permission to use in that case YOUR information or DOCUMENTS that CONCERNED YOUR stock option practices, including but not limited to all COMMUNICATIONS CONCERNING such request(s) for permission to use DOCUMENTS or information CONCERNING Stephen Beyer.

**PRODUCTION DEMAND NO. 57**

All COMMUNICATIONS CONCERNING stock options or accounting for stock options sent or received by Ken Levy, Ken Schroeder, Gary Dickerson, Jon Tompkins, John Kispert, Lisa Berry, Mark Nordstrom, Stuart Nichols, Maureen Lamb, and any officer or employee of KLA-TENCOR's human resources, finance, stock administration, and legal departments.

**PRODUCTION DEMAND NO. 58**

All DOCUMENTS CONCERNING KENNETH SCHROEDER including all DOCUMENTS concerning his employment, responsibilities at THE COMPANY, option grants and any action taken with respect to him based on the SPECIAL COMMITTEE INVESTIGATION OR SPECIAL LITIGATION COMMITTEE INVESTIGATION.

1 **PRODUCTION DEMAND NO. 59**

2 All DOCUMENTS CONCERNING internal controls that THE COMPANY put into place  
3 on the basis of the results of the SPECIAL INVESTIGATION to assure proper granting and  
4 accounting for its stock options and education of its personnel and directors regarding stock  
5 option grants.

6 **PRODUCTION DEMAND NO. 60**

7 All DOCUMENTS CONCERNING any decisions made by the COMPANY  
8 CONCERNING any remedial action taken or considered by THE COMPANY based on the  
9 SPECIAL COMMITTEE INVESTIGATION, including employment decisions, requests for  
10 director resignations and stock option re-pricing decisions and bonus decisions.  
11

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13 Dated: October 19, 2007.

DLA PIPER US LLP

14  
15 By 

SHIRLI F. WEISS  
DAVID A. PRIEBE  
JEFFREY B. COOPERSMITH  
Attorneys for Defendant  
Kenneth L. Schroeder

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